

SUPREME COURT OF THE STATE OF NEW YORK  
COUNTY OF NEW YORK

CAPITOL RECORDS, LLC, a Delaware limited liability corporation; SONY MUSIC ENTERTAINMENT, a Delaware partnership; UMG RECORDINGS, INC., a Delaware corporation; WARNER MUSIC GROUP CORP., a Delaware corporation, and ABKCO MUSIC & RECORDS, INC., a New York corporation,

Plaintiffs,

v.

PANDORA MEDIA, INC., a Delaware Corporation; and DOES 1 through 10, being fictitious and unknown to Plaintiffs, being participants in all or some of the acts alleged against the Defendants in the Complaint,

Defendants.

INDEX NO. \_\_\_\_\_

**SUMMONS**

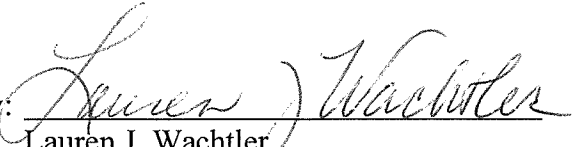
To the above named Defendant(s)

You are hereby summoned to answer the complaint in this action and to serve a copy of your answer, or, if the complaint is not served with this summons, to serve a notice of appearance, on the Plaintiff's attorney within 20 days after the service of this summons, exclusive of the day of service (or within 30 days after the service is complete if this summons is not personally delivered to you within the State of New York); and in case of your failure to appear or answer, judgment will be taken against you by default for the relief demanded in the complaint.

Plaintiff has designated venue as New York County, pursuant to CPLR § 503. The basis for venue in New York County is made pursuant to CPLR § 503(a) and (c).

DATED: New York, New York  
April 17, 2014

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**COMPLAINT**

Plaintiffs Capitol Records, LLC, Sony Music Entertainment, UMG Recordings, Inc., Warner Music Group Corp., and ABKCO Music & Records, Inc., by their attorneys, Mitchell Silberberg & Knupp LLP, allege as follows:

**INTRODUCTORY ALLEGATIONS**

1. Plaintiffs bring this action to obtain redress for the massive and continuing unauthorized commercial exploitation by Defendant Pandora Media, Inc. (“Pandora”), via its Pandora digital music service, of thousands of Plaintiffs’ classic recordings “fixed” (*i.e.*, created) prior to February 15, 1972 (“Pre-72 Recordings”). Plaintiffs are the owners of many of the most valuable sound recordings ever made, including thousands of Pre-72 Recordings by legendary artists such as the Beatles, the Rolling Stones, the Grateful Dead, the Supremes, the Four Tops,

the Beach Boys, Miles Davis, Bob Dylan, Elvis Presley, Frank Sinatra, Fleetwood Mac, Stevie Wonder, Buddy Holly, Chuck Berry, Marvin Gaye, The Mamas and the Papas, Nat King Cole, Louis Armstrong, and hundreds of others. Plaintiffs' Pre-72 Recordings include some of the most iconic music in the world, such as "Hey Jude," "(I Can't Get No) Satisfaction," "Like a Rolling Stone," "Good Vibrations," "Heard it Through the Grapevine," "Hound Dog," "Johnny B. Goode," and "Respect," all of which are on Rolling Stone Magazine's list of the "Greatest Songs of All Time."

2. Many of the artists whose Pre-72 Recordings Pandora exploits are deceased or no longer actively recording, many have recorded *only* Pre-72 Recordings, and others have had only one or two "hits" that remain popular today. These artists and their families rely heavily on the income they receive from the commercial exploitation of their performances in Pre-72 Recordings. However, they receive nothing from Pandora in return for its use of these performances.

3. Pandora has built an Internet digital music service designed to deliver uninterrupted, high-quality digital music transmissions (often referred to as a "stream") that Pandora ensures each user can precisely tailor and customize to his or her preferences. Pandora's service is the most popular service of its kind in the world, with more than 175 million registered users.

4. Having copied thousands of Plaintiffs' Pre-72 Recordings to its servers without authorization, Pandora each day transmits and performs (via real-time digital streaming) thousands of Plaintiffs' Pre-72 Recordings to its users "anytime, anywhere," including within the

State of New York. Pandora profits from subscription fees paid by its users for the ability to receive these performances and also from advertising revenue, including for advertisements that are played or displayed in connection with the streaming of Plaintiffs' Pre-72 Recordings. Despite the substantial revenues Pandora receives and the users it attracts as a result of performing Plaintiffs' Pre-72 Recordings, it refuses to obtain required licenses or pay for its commercial and profitable exploitation of Plaintiffs' valuable property.

5. Pre-72 Recordings constitute a significant part of the Pandora service and its appeal. Without Plaintiffs' music, Pandora could not advertise or provide to its users all "the music they love." Pandora knows that Pre-72 Recordings are popular and valuable to its business. It actively promotes the availability of these recorded performances by many of Plaintiffs' most popular recording artists. It also offers and advertises stations dedicated to Pre-72 Recordings, such as "50s Rock 'n' Roll," "60s Oldies," "Motown," "Doo-Wop," "70s Folk," "Early Jazz," "Standards," "Classic Soul," "Jam Bands," and "Classic Rock." As just one example, a page describing Pandora's "Classic Rock" station touts that it "plays the biggest songs from the iconic bands that defined the genre, from the 60s British Invasion to Woodstock [in 1969] and Supergroups of the 70s...."

6. Pandora acknowledged both its cost savings by not securing licenses for Pre-72 Recordings, and the importance of these recordings "to attract and retain users," in a recent filing with the Federal Securities and Exchange Commission:

"If we are required to obtain licenses from individual sound recording copyright owners for the reproduction and public performance of pre-1972 sound recordings, then the time, effort, and cost of securing such licenses could be significant and could

harm our business and operating results. If we are required to obtain licenses for pre-1972 sound recordings to avoid liability and are unable to secure such licenses, then we may have to remove pre-1972 sound recordings from our service, which could harm our ability to attract and retain users.”

7. For more than 100 years, the courts repeatedly have affirmed the policy of this State that the unique performances embodied in sound recordings are intangible property interests protected from unauthorized use and exploitation. Such state law protection for these recordings is critical because, while the federal Copyright Act protects sound recordings fixed on or after February 15, 1972 (“Post-72 Recordings”) from, among other things, unauthorized digital performances, Pre-72 Recordings are not so protected by federal copyright law. Rather, the Copyright Act expressly preserves for Pre-72 Recordings “any rights or remedies under the common law or statutes of any States” – which rights and remedies are not in any way annulled or limited. This allows states to continue to freely apply their traditional and evolving common law principles to protect Pre-72 Recordings. New York has done so by recognizing and enforcing exclusive ownership rights in Pre-72 Recordings.

8. Plaintiffs have invested substantial time, money, and creative effort to make and to continue to exploit their Pre-72 Recordings. Pandora’s refusal to pay Plaintiffs for its use of those recordings is fundamentally unfair. Pandora’s conduct also is unfair to the recording artists and musicians whose performances are embodied in Pre-72 Recordings, but who do not get paid for Pandora’s exploitation of Pre-72 Recordings. It is also unfair to other businesses that compete with Pandora but obtain licenses and pay for the right to stream Plaintiffs’ Pre-72 Recordings to the public, while Pandora does not. As a result, Pandora deprives Plaintiffs and their artists of compensation, while profiting enormously from and gaining an unfair advantage

over others who do pay to copy and publicly perform Plaintiffs' Pre-72 Recordings. This case presents a classic attempt by Pandora to reap where it has not sown. Pandora appropriates Plaintiffs' valuable and unique property, violates New York law, and engages in common law copyright infringement and misappropriation and unfair competition.

### **ALLEGATIONS COMMON TO ALL CAUSES OF ACTION**

#### **The Parties**

9. Plaintiff Capitol Records, LLC is a limited liability corporation duly formed and existing under the laws of the State of Delaware, with its principal place of business in the County of Los Angeles, State of California.

10. Plaintiff Sony Music Entertainment is a partnership duly formed and existing under the laws of the State of Delaware, with its principal place of business in the County of New York, State of New York.

11. Plaintiff UMG Recordings, Inc., is a corporation duly formed and existing under the laws of the State of Delaware, with its principal place of business in the County of Los Angeles, State of California.

12. Plaintiff Warner Music Group Corp. is a corporation duly formed and existing under the laws of the State of Delaware, with its principal place of business in the County of New York, State of New York.

13. Plaintiff ABKCO Music & Records, Inc. is a corporation duly formed and existing under the laws of the State of New York, with its principal place of business in the County of New York, State of New York.

14. Upon information and belief, Pandora is a corporation duly organized and existing under the laws of the State of Delaware, with its principal place of business in the State of California. Pandora does business throughout the United States, including in the State of New York. Upon information and belief, Pandora transmits music to thousands of users in the State of New York on a daily basis; Pandora has actively solicited and contracted with those thousands of users in the State of New York.

15. The true names and capacities, whether individual, corporate, associate, or otherwise, of all Defendants sued herein as Does 1 through 10, are unknown to Plaintiffs, who therefore sue said Defendants by such fictitious names. Plaintiffs will seek leave of Court to amend this complaint to state Defendants' true names and capacities when they have been ascertained. Said Defendants are liable to Plaintiffs because they either directly performed all or some of the acts alleged hereinafter, or were acting as the agent, principal, alter ego, employee, representative, or otherwise participated in the acts alleged.

#### **Plaintiffs And Their Business**

16. Plaintiffs are record companies in the business of producing, manufacturing, distributing, selling, and otherwise exploiting sound recordings. Collectively, Plaintiffs own the majority of recorded music commercially distributed in the United States, and are the successors-in-interest to, and/or the owners of, many classic and famous record labels such as Mercury,



RCA Victor, Reprise, Columbia, Blue Note, Motown, Decca, Elektra and Sire. Recordings that Plaintiffs own or in which they possess exclusive ownership interests include both federally copyrighted recordings, *i.e.*, Post-72 Recordings (“fixed” on or after February 15, 1972) and Pre-72 Recordings (“fixed” before February 15, 1972).

17. Plaintiffs’ catalogs of Pre-72 Recordings include some of the most famous, popular, and valuable recordings in the world, span virtually every genre, and feature most major recording artists who recorded before February 15, 1972. A representative list of Plaintiffs’ Pre-72 Recordings is attached hereto as Schedule A and incorporated herein by reference. These recordings include, among many others, the classic recordings of the “Rock Era.” (Where applicable, the Rolling Stone Magazine ranking of a representative Pre-72 Recording on Schedule A is denoted by “(#)”). Pandora copied and repeatedly digitally transmits (streams) each of the recordings listed on Schedule A (among many others) by making them available to its millions of users without Plaintiffs’ authorization or consent.

18. Plaintiffs have invested an enormous amount of time, effort, money, and creative talent to discover and develop recording artists, and to create, manufacture, advertise, promote, and sell Pre-72 Recordings. Plaintiffs continue to invest substantial sums of money, time, and effort to promote, advertise, sell, and license their Pre-72 Recordings.

19. Plaintiffs exploit their Pre-72 Recordings in a number of ways: They offer them for sale as CDs and digital music downloads. They authorize digital services (including Internet streaming services and mobile “Apps”) to exploit them. Plaintiffs also license Pre-72

Recordings for use in audiovisual works such as commercials, motion pictures, television programs, and music videos.

20. The transmission of digital music by streaming over the Internet and through mobile Apps has become an integral part of Plaintiffs' business and one of the primary means by which the public pays for, receives, and enjoys musical performances. As evidenced by Pandora's massive and featured use of them, Pre-72 Recordings remain valuable and popular, and attract both old and new fans to this day.

21. Plaintiffs continue to invest in their Pre-72 Recordings because they rightly expect that they will be rewarded by the revenues, royalties, and other compensation that they receive from uses of these works, including from streaming to the public. Payments that are received from authorized uses of Plaintiffs' Pre-72 Recordings help Plaintiffs recover their ongoing investment and expenses. These payments also enable Plaintiffs to compensate the recording artists, musicians, and other creative personnel whose talent and work went into creating Pre-72 Recordings.

### **The Pandora Digital Music Service**

22. Pandora owns and operates the Pandora digital music service, through which it provides paying and non-paying members of the public, in New York State and elsewhere, a continuous on-demand stream (*i.e.*, a real-time digital transmission) of music programming. Pandora has solicited users, in significant part, by promoting the availability of Plaintiffs' Pre-72 Recordings and by providing numerous "stations" on its service dedicated to the exploitation of Plaintiffs' property.

23. Pandora streams music to its users in a variety of ways, including via its website (www.pandora.com), smartphones and tablets (through its downloadable Android and iOS App), Apps pre-installed on “smart” TVs, Internet-enabled stereo receivers, and DVD and Blu-Ray players.

24. According to Pandora, it streamed a total of 16.70 billion hours of music during 2013 alone, to over 250 million registered users. It also claims to have a seventy percent (70%) share of its market. These numbers have increased rapidly in the recent past, as have Pandora’s revenues. Both certainly will continue to grow in the future.

25. Accessing Pandora’s service is easy. Users simply need to create an account by providing just an email address and password. Pandora offers two “tiers” of memberships: free and subscription. Any member of the public can obtain a free Pandora account, which allows the user full access to the music Pandora makes available. To generate revenue from these free accounts, Pandora delivers audio advertisements to its users inbetween songs and displays visual ads while music is actually playing. Alternatively, for a monthly fee of \$3.99 or an annual fee of \$48.00, Pandora offers a premium “Pandora One” account, which is advertising-free.

26. After a user creates a Pandora account, he or she may select a pre-existing music “station” based on a particular genre of music. Pandora offers its users a wide variety of these pre-created “genre stations,” including stations focused on or dedicated to Pre-72 Recordings (e.g., “Classic Rock,” “70s Folk,” “Motown”), which perform Plaintiffs’ Pre-72 Recordings as part of a continuous, uninterrupted stream.

27. Pandora advertises the availability of Pre-72 Recordings on these genre stations, including on its “Pandora Blog.” Pandora entices users with statements such as: “[r]oll down the windows and turn up Summer Oldies for classic hits from the 60s & 70s by The Beach Boys, Martha and the Vandellas, Bob Seger and Olivia Newton John” and “[y]ou don’t have to be a surfer to enjoy that classic American rock & roll of the early 60s distinguished by reverb-drenched guitar and rolling instrumentals. Surf Rock features The Beach Boys, The Ventures, Dick Dale, Jan & Dean and The Safaris....”

28. Pandora states that its “mission” is to be unlike traditional, over-the-air radio stations. In pursuit of this goal, Pandora also invites and enables its users to request personalized stations, including stations based on the performances of popular Pre-72 Recordings or recording artists. Pandora lists hundreds of Pre-72 recording artists around whom users may create stations (for example a “Beatles” station or an “Elvis Presley” station).

29. A user creates an “artist station” by specifying the name of a particular recording artist, song, or genre. Pandora then generates a playlist comprised of music that “exemplifies” the overall style of music performed by the recording artist, song, or genre that the user selected. Pandora describes this process as “seeding” the station. It claims that “[p]ersonalized stations launch instantly with the input of a single ‘seed’ – a favorite artist, song or genre.” According to Pandora, its users have created more than six billion stations.

30. With respect to a “Beatles” station, for example, Pandora populates its playlist with recordings by the Beatles such that the user can expect to hear recordings by the Beatles approximately four times during each three-hour period. In addition, Pandora advises the user

that it will play a selection of recordings in the “musical style of the Beatles which features mellow rock instrumentation, folk influences, acoustic rhythm piano, mixed acoustic and electric instrumentation and major key tonality.” Many, if not most, of the selected recordings for a “Beatles” station are Pre-72 Recordings.

31. Pandora enables users to further customize stations by collecting their feedback. For example, Pandora allows users to click a “thumbs up” or “thumbs down” button as a specific recording is played. Pandora adapts the playlist it provides to the user based on that feedback. “The result [Pandora advertises] is a much more personalized radio experience – stations that play music you’ll love – and nothing else.” A significant part of this “personalized radio experience” involves the streaming of Plaintiffs’ Pre-72 Recordings.

32. Pandora could not have created its personalized digital music service without having copied to its servers thousands of Plaintiffs’ Pre-72 Recordings, for which it has not paid Plaintiffs. In addition, Pandora publicly performs, every day, tens of thousands of Pre-72 Recordings to millions of subscribers via digital streaming. Upon information and belief, Pandora has publicly performed Plaintiffs’ Pre-72 Recordings millions of times throughout the United States, including in the State of New York. The list of Pre-72 Recordings identified on Schedule A is only a sample of Plaintiffs’ Pre-72 Recordings that Pandora has performed and streamed to the public, and represents only a small fraction of the total number of Pre-72 Recordings streamed by Pandora on an ongoing and regular basis, without compensating Plaintiffs for that use.

### New York's Protection Of Pre-72 Sound Recordings

33. Before 1972, “sound recordings” were excluded from the categories of works subject to the federal copyright law. However, even before Congress afforded any federal copyright protection to sound recordings, New York developed robust common law protection for Pre-72 Recordings that was distinct from and independent of federal copyright law. This common law protection was based on the existence of a property right in the intangible performances embodied in Pre-72 Recordings, a right that has been enforced by New York courts for decades.

34. When the Copyright Act was amended in 1972 to make “sound recordings” eligible for the first time for federal copyright, Congress extended that protection only prospectively to those sound recordings “fixed” on or *after* February 15, 1972 (*i.e.*, Post-72 Recordings). At that same time, Congress specifically preserved until February 15, 2067, “any rights or remedies under the common law or statutes of any State” with respect to sound recordings “fixed” *before* February 15, 1972 (*i.e.*, Pre-72 Recordings), expressly stating that these rights and remedies were not annulled or limited. As a result, New York possesses and continues to exercise the power to protect Pre-72 Recordings under the theories of common law copyright and misappropriation and unfair competition.

35. In providing “rights and remedies” to protect Pre-72 Recordings, the common law of this State has kept pace with constantly evolving technology and changing marketplace conditions. Congress intended that the owner of rights to a Pre-72 sound recording should rely on the broad and flexible power of state common law to protect their property rights. New York law never has limited, either explicitly or implicitly, the scope of protection for Pre-72

Recordings or the intangible property right in the performances embodied in Pre-72 Recordings. Just as with other property, these protections encompass virtually any commercial exploitation by which individuals or entities use and profit from Pre-72 Recordings and thereby appropriate, for their own benefit, the skill and labor of Plaintiffs and their recording artists.

36. Digital streaming technology has provided a new and growing opportunity to profit by widely disseminating Pre-72 Recordings to the public. As digital technology has improved, music consumption habits have changed, and a greater percentage of the public listens to performances of music via digital streaming services instead of purchasing those same performances as embodied in CDs or digital music files. Thus, record companies and their recording artists rely increasingly on revenues from licensing the digital public performances of music, including Pre-72 Recordings. It is crucial that record companies and their recording artists be fairly compensated for such public performances. Therefore, those who profit from the digital performances of music must obtain authorization and pay record companies for the use of Pre-72 Recordings.

37. The need for effective protection of Pre-72 Recordings and the right to control their digital transmission is especially great with respect to services such as Pandora. The music performed by Pandora is of extremely high quality, rivaling that of digital music services that pay Plaintiffs for Pre-72 Recordings. Moreover, Pandora ensures that the user experiences a music stream that reflects the style and type of music he or she wishes to hear at any time or virtually anywhere by creating individualized stations that are tailored to each user's tastes and listening habits. Listening to such customized high-quality digital music can substitute for the purchase of that music on CD or by digital download.

38. Under the common law of this State, companies like Pandora that build their businesses on and profit from the copying and public performance of Pre-72 Recordings must obtain the right to do so, and must compensate the owners of such recordings for their exploitation. Selling unauthorized streams of performances embodied in Pre-72 Recordings to the public is no less violative of Plaintiffs' property rights than selling unauthorized copies of the same music. No logic or policy basis supports excluding the commercial use of Pre-72 Recordings from protection while permitting Pandora to exploit the performances embodied in those recordings for profit without compensation to Plaintiffs.

**FIRST CAUSE OF ACTION**

**(COMMON LAW COPYRIGHT INFRINGEMENT / MISAPPROPRIATION)**

39. Plaintiffs repeat and reallege each and every allegation contained in paragraphs 1 through 38, as if fully set forth herein.

40. Pre-72 Recordings are subject to common law copyright protection under the law of the State of New York.

41. Plaintiffs own valid common law copyrights in and to their Pre-72 Recordings, and possess the exclusive rights to manufacture, copy, sell, distribute, publicly perform, and otherwise exploit their Pre-72 Recordings, including by digital streaming.

42. Plaintiffs have not authorized or licensed Pandora the right to exploit their Pre-72 Recordings in any manner, including by copying and/or publicly performing them as part of its commercial enterprise.



43. Through its conduct, Pandora has violated Plaintiffs' exclusive ownership interests in and to their Pre-72 Recordings, and has infringed Plaintiffs' common law copyrights.

44. Pandora has misappropriated, and continues to misappropriate, for its own commercial benefit, Plaintiffs' property rights in their Pre-72 Recordings.

45. Plaintiffs are harmed, and a new act of infringement and misappropriation occurs giving rise to a new liability, each time that Pandora reproduces or digitally publicly performs one of Plaintiffs' Pre-72 Recordings without the right to do so.

46. As a direct and proximate result of Pandora's conduct in violation of Plaintiffs' exclusive ownership interests in and to their Pre-72 Recordings, Pandora has received and retained monetary proceeds that rightfully belong to Plaintiffs. As a result of Pandora's conduct, Plaintiffs have been damaged in an amount to be proven at trial.

47. Pandora has acted with a malicious intent designed to harm and cause damage to Plaintiffs, such that, in addition to actual damages, Plaintiffs are entitled to recover exemplary and punitive damages against Pandora.

48. Pandora's conduct is causing, and unless enjoined and restrained by this Court, will continue to cause, Plaintiffs great and irreparable injury that cannot fully be compensated or measured in money.

49. Plaintiffs have no adequate remedy at law, thus entitling them to an injunction prohibiting further violation of their property rights in their Pre-72 Recordings.

**SECOND CAUSE OF ACTION**

**(UNFAIR COMPETITION)**

50. Plaintiffs repeat and reallege each and every allegation contained in paragraphs 1 through 38, as if fully set forth herein.

51. Plaintiffs possess exclusive ownership interests in and to their Pre-72 Recordings, which ownership interests are protected under New York unfair competition law.

52. Plaintiffs are engaged in the business of selling, distributing, and licensing their Pre-72 Recordings, both in tangible form and for digital audio transmission over the Internet.

53. Plaintiffs have expended and continue to expend substantial sums of money to produce and exploit their rights in and to their Pre-72 Recordings.

54. Plaintiffs have the exclusive right to control the use of their Pre-72 Recordings and the performances embodied therein, and to receive compensation for the exploitation of such works.

55. Pandora's conduct constitutes unfair competition under New York common law.

56. Pandora has used Plaintiffs' property to its commercial benefit and to Plaintiffs' detriment.

57. Pandora has acted in bad faith by digitally publicly performing, copying, and otherwise using and exploiting Plaintiffs' Pre-72 Recordings.

58. Pandora is competing directly with Plaintiffs and their lawful licensees, and taking further advantage of and undermining Plaintiffs' substantial investment in their Pre-72 Recordings.

59. Plaintiffs are harmed, and a new act of unfair competition occurs giving rise to a new liability, each time that Pandora reproduces or digitally publicly performs one of Plaintiffs' Pre-72 Recordings without the right to do so.

60. As a direct and proximate result of Pandora's conduct, Plaintiffs are entitled to recover, in addition to other relief, all proceeds and other compensation received or to be received by Pandora arising from Plaintiffs' Pre-72 Recordings.

61. Pandora would be unjustly enriched at the expense of the Plaintiffs should it be permitted to retain the proceeds and/or any compensation derived or received by Pandora arising from Plaintiffs' Pre-72 Recordings.

62. As a direct and proximate result of Pandora's unfair competition, Plaintiffs have been damaged in an amount to be proven at trial for which damages and/or restitution and disgorgement is appropriate.

63. Such damages and/or restitution and disgorgement should include a declaration by this Court that Pandora is a constructive trustee for the benefit of Plaintiffs, and an order that Pandora account for and turn over to Plaintiffs the gross receipts received or to be received by it that are attributable to its infringement of Plaintiffs' Pre-72 Recordings.

64. Pandora has acted with malicious intent designed to cause harm to Plaintiffs, such that Plaintiffs, in addition to their actual damages, are entitled to recover exemplary and punitive damages against Pandora.

65. Pandora's conduct is causing, and unless enjoined and restrained by this Court will continue to cause, Plaintiffs great harm and irreparable injury that cannot fully be compensated by monetary damages.

66. Plaintiffs have no adequate remedy at law, thus entitling them to an injunction prohibiting further acts of unfair competition.

### **THIRD CAUSE OF ACTION**

#### **(DECLARATORY RELIEF)**

67. Plaintiffs repeat and reallege each and every allegation contained in paragraphs 1 through 38, as if fully set forth herein.

68. An actual dispute has arisen and now exists between Plaintiffs and Pandora, creating a justiciable controversy.

69. Pandora's ongoing and future copying and digital public performance of Plaintiffs' Pre-72 Recordings, as described herein, without Plaintiffs' authorization or consent and without compensation to Plaintiffs, violates Plaintiffs' exclusive reproduction and public performance rights in their Pre-72 Recordings.

70. Plaintiffs request a declaration that Pandora's ongoing and future reproduction and digital public performances of Plaintiffs' Pre-72 Recordings, without authorization, consent, or payment, violate Plaintiffs' exclusive property rights in their Pre-72 Recordings.

71. Such a declaration is necessary to resolve present and continuing disputes between the parties, to prevent further violation of Plaintiffs' exclusive rights in their Pre-72 Recordings, and to avoid a multiplicity of future actions.

72. Plaintiffs have no adequate remedy at law.

WHEREFORE, Plaintiffs request the following relief:

1. A preliminary and permanent injunction preventing, enjoining, and restraining Pandora and its respective agents, servants, directors, officers, principals, employees, representatives, subsidiaries and affiliated companies, successors, assigns, and those acting in concert with them or at their direction, from directly or indirectly infringing in any manner any right in any and all Pre-72 Recordings in which any Plaintiff owns or controls an exclusive right under statutory or common law, including without limitation by directly or indirectly reproducing and digitally publicly performing any of Plaintiffs' Pre-72 Recordings, including but not limited to those identified on Schedule A.

2. The imposition of a constructive trust on any and all monies, proceeds, or other compensation derived from Pandora's unauthorized use of Plaintiffs' Pre-72 Recordings.

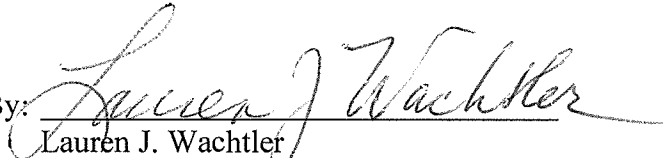
3. Restitution and an accounting of any and all proceeds taken, derived, or obtained in any way by Pandora from the use of Plaintiffs' Pre-72 Recordings, including Pandora's gross receipts attributable to its unauthorized use of Plaintiffs' Pre-72 Recordings.

4. Compensatory damages in an amount to be determined at trial.

5. Punitive damages in an amount to be determined at trial based on Pandora's wilfull conduct designed to harm and cause damage to Plaintiffs.
6. A declaration that Pandora's unauthorized, ongoing, and future reproductions and public performances of Plaintiffs' Pre-72 Recordings without authorization, consent, or payment, violate Plaintiffs' exclusive rights.
7. The costs, including attorneys' fees, incurred by Plaintiffs in connection with this action.
8. Such other and further relief as the Court may deem just and proper.

DATED: New York, New York  
April 17, 2014

MITCHELL SILBERBERG & KNUPP LLP

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**Schedule A**  
**Representative List of Plaintiffs' Pre-1972**  
**Sound Recordings Infringed by Pandora**

Artist	Title
1910 Fruitgum Company	Indian Giver
1910 Fruitgum Company	Simon Says
Adam Faith	It's Alright
Alice Cooper	I'm Eighteen (#487)
Allman Brothers	Midnight Rider
Allman Brothers	Revival
Allman Brothers Band	Hoochie Coochie Man
Allman Brothers Band	Whipping Post (#393)
Andrews Sisters	Don't Sit Under The Apple Tree
Andrews Sisters	Near You
Andrews Sisters	Pennsylvania Polka
Andrews Sisters	Strip Polka
Andrews Sisters	Well All Right!
Angels	My Boyfriend's Back
Animals	Don't Let Me Be Misunderstood (#322)
Animals	It's My Life
Animals	The House of the Rising Sun (#123)
Animals	We Gotta Get Out of This Place (#235)
Anne Murray	Snowbird
Applejacks	Mexican Hat Rock
Archie Bell & The Drells	(There's Gonna Be A) Showdown
Archie Bell & The Drells	Tighten Up (#270)
Aretha Franklin	(You Make Me Feel Like) A Natural Woman
Aretha Franklin	Baby I Love You
Aretha Franklin	Call Me
Aretha Franklin	Chain of Fools (#252)
Aretha Franklin	Do Right Woman, Do Right Man (#476)
Aretha Franklin	I Never Loved a Man (the Way I Love You) (#189)
Aretha Franklin	Respect (#5)
Aretha Franklin	Rock Steady
Aretha Franklin	Think
Aretha Franklin	You're All I Need To Get By
Argent	Hold Your Head Up
Arthur Conley	Funky Street
Arthur Conley	Sweet Soul Music
Artie Shaw	Back Bay Shuffle
Artie Shaw	Begin the Beguine
Artie Shaw	Moonglow
Artie Shaw	Traffic Jam
Artie Shaw	What Is This Thing Called Love?
Artie Shaw v/Helen Forrest	Comes Love
B.B. King	The Thrill Is Gone (#185)

**Schedule A**  
**Representative List of Plaintiffs' Pre-1972**  
**Sound Recordings Infringed by Pandora**

Artist	Title
Baby Washington	That's How Heartaches Are Made
Badfinger	Come And Get It
Badfinger	No Matter What
Barbara George	I Know (You Don't Love Me No More)
Barbara Lewis	Hello Stranger
Barbara Mandrell	Tonight My Baby's Comin' Home
Barbara Mason	Oh How It Hurts
Bar-Kays	Soul Finger
Barrett Strong	Money (That's What I Want) (#294)
Barry & The Tamerlanes	I Wonder What She's Doing Tonight
Barry Mann	Who Put The Bomp
Beach Boys	Be True To Your School
Beach Boys	California Girls (#72)
Beach Boys	Caroline, No (#214)
Beach Boys	Catch a Wave
Beach Boys	Do It Again
Beach Boys	Don't Worry Baby (#178)
Beach Boys	Fun, Fun, Fun
Beach Boys	God Only Knows (#25)
Beach Boys	Good Vibrations (#6)
Beach Boys	Hang On To Your Ego
Beach Boys	Help Me Rhonda
Beach Boys	Here Today
Beach Boys	I Get Around
Beach Boys	In My Room (#212)
Beach Boys	Little Deuce Coupe
Beach Boys	Sloop John B (#276)
Beach Boys	Surfer Girl
Beach Boys	Surfin' Safari
Beach Boys	Wouldn't It Be Nice
Beatles	A Day in the Life (#28)
Beatles	A Hard Day's Night (#154)
Beatles	Across The Universe
Beatles	All You Need Is Love (#370)
Beatles	And I Love Her
Beatles	Another Girl
Beatles	Baby's In Black
Beatles	Birthday
Beatles	Blackbird
Beatles	Can't Buy Me Love (#295)
Beatles	Come Together (#205)
Beatles	Dig It



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Artist	Title
Beatles	Doctor Robert
Beatles	Don't Bother Me
Beatles	Drive My Car
Beatles	Eleanor Rigby (#138)
Beatles	For You Blue
Beatles	From Me to You
Beatles	Good Morning Good Morning
Beatles	Hello Goodbye
Beatles	Help! (#29)
Beatles	Here Comes The Sun
Beatles	Hey Bulldog
Beatles	Hey Jude (#8)
Beatles	I Am The Walrus
Beatles	I Me Mine
Beatles	I Saw Her Standing There (#140)
Beatles	I Want to Hold Your Hand (#16)
Beatles	I Want You (She's So Heavy)
Beatles	I'll Be Back
Beatles	I'll Cry Instead
Beatles	I'm Looking Through You
Beatles	In My Life (#23)
Beatles	Let It Be (#20)
Beatles	Michelle
Beatles	Norwegian Wood (This Bird Has Flown) (#83)
Beatles	Not A Second Time
Beatles	Nowhere Man
Beatles	Oh! Darling
Beatles	Penny Lane (#456)
Beatles	Piggies
Beatles	Please Please Me (#186)
Beatles	Rain (#469)
Beatles	She Loves You (#64)
Beatles	Slow Down
Beatles	Something (#278)
Beatles	Strawberry Fields Forever (#76)
Beatles	The Ballad Of John And Yoko
Beatles	The Long And Winding Road
Beatles	The Night Before
Beatles	Things We Said Today
Beatles	Ticket To Ride (#394)
Beatles	Tomorrow Never Knows
Beatles	While My Guitar Gently Weeps (#136)

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Artist	Title
Beatles	With a Little Help From My Friends (#311)
Beatles	Yellow Submarine
Beatles	Yesterday (#13)
Beatles	You Won't See Me
Beatles	You've Got To Hide Your Love Away
Ben E. King	Don't Play That Song
Ben E. King	I (Who Have Nothing)
Ben E. King	Spanish Harlem (#358)
Ben E. King	Stand By Me (#122)
Benny Goodman v/Helen Ward	Goody Goody
Benny Goodman v/Peggy Lee	Why Don't You Do Right?
Benny Spellman	Lipstick Traces (On A Cigarette)
Betty Wright	Clean Up Woman
Big Bopper	Chantilly Lace
Big Brother and the Holding Company	Piece of My Heart (#353)
Big Dee Irwin	Swinging on a Star
Bill Anderson	Bright Lights and Country Music
Bill Anderson	I Get The Fever
Bill Anderson	That's What It's Like To Be Lonesome
Bill Anderson	Walk Out Backwards
Bill Anderson	Wild Weekend
Bill Haley & His Comets	Rock Around the Clock (#159)
Bill Haley & His Comets	See You Later, Alligator
Bill Withers	Ain't No Sunshine (#285)
Bill Withers	Lean On Me (#208)
Billie Holiday	Body And Soul
Billie Holiday	Nice Work If You Can Get It
Billy Fury	Nothin' Shakin' (But the Leaves on the Trees)
Billy Grammer	Gotta Travel On
Billy J. Kramer & The Dakotas	Little Children
Billy Joe Royal	Down in the Boondocks
Billy Joe Royal	I Knew You When
Billy Preston	Outa-Space
Billy Stewart	I Do Love You
Billy Stewart	Sitting In The Park
Billy Walker	Charlie's Shoes
Billy Walker	Circumstances
Billy Walker	Cross The Brazos At Waco
Billy Walker	Willie the Weeper
Bing Crosby	Red Sails In The Sunset
Bing Crosby	Remember Me

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Artist	Title
Bing Crosby	Swinging on a Star
Birds	You're On My Mind
Blind Faith	Well All Right
Blood, Sweat & Tears	And When I Die
Blood, Sweat & Tears	Spinning Wheel
Blood, Sweat & Tears	You've Made Me So Very Happy
Blues Image	Ride Captain Ride
Blues Magoos	(We Ain't Got) Nothing Yet
Bo Diddley	Bo Diddley (#62)
Bo Diddley	Hey Bo Diddley!
Bo Diddley	I'm a Man (#378)
Bo Diddley	Say Man
Bo Diddley	Who Do You Love? (#133)
Bob Dylan	All Along The Watchtower
Bob Dylan	Blowin' in the Wind (#14)
Bob Dylan	Desolation Row (#187)
Bob Dylan	Down Along the Cove
Bob Dylan	From A Buick 6
Bob Dylan	Highway 61 Revisited (#373)
Bob Dylan	House Carpenter
Bob Dylan	I Want You
Bob Dylan	Just Like A Woman (#232)
Bob Dylan	Lay Lady Lay
Bob Dylan	Leopard-Skin Pill-Box Hat
Bob Dylan	Like A Rolling Stone (#1)
Bob Dylan	Million Dollar Bash
Bob Dylan	Mr. Tambourine Man (#107)
Bob Dylan	Obviously 5 Believers
Bob Dylan	Outlaw Blues
Bob Dylan	Please Mrs. Henry
Bob Dylan	Positively 4th Street (#206)
Bob Dylan	Stuck Inside Of Mobile With The Memphis Blues Again
Bob Dylan	Subterranean Homesick Blues (#340)
Bob Dylan	The Times They Are A-Changin' (#59)
Bob Dylan	Visions of Johanna (#413)
Bob Lind	Elusive Butterfly
Bob Wills	Right or Wrong
Bobbie Gentry	Fancy
Bobbie Gentry	Ode To Billie Joe (#419)
Bobby Bare	500 Miles Away From Home
Bobby Bare	Detroit City
Bobby Bare	Margie's At The Lincoln Park Inn

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Artist	Title
Bobby Bare	Miller's Cave
Bobby Darin	18 Yellow Roses
Bobby Darin	Beyond the Sea
Bobby Darin	Clementine
Bobby Darin	Dream Lover
Bobby Darin	Mack the Knife (#255)
Bobby Darin	Queen of the Hop
Bobby Darin	Splish Splash
Bobby Darin	Things
Bobby Freeman	Betty Lou Got a New Pair of Shoes
Bobby Freeman	Do You Wanna Dance
Bobby Fuller Four	I Fought the Law (#177)
Bobby Goldsboro	Autumn of My Life
Bobby Goldsboro	It's Too Late
Bobby Hebb	Sunny
Bobby Helms	My Special Angel
Bobby Rydell	Forget Him
Bobby Rydell	I've Got Bonnie
Bobby Rydell	Swingin' School
Bobby Rydell	That Old Black Magic
Bobby Rydell	We Got Love
Bobby Short	Bye Bye Blackbird
Bobby Vee	Beautiful People
Bobby Vee	Come Back When You Grow Up
Bobby Vee	Rubber Ball
Bobby Vee	Run to Him
Bobby Vee	Take Good Care of My Baby
Bobby Vee	The Night Has a Thousand Eyes
Bobby Vee	Walkin' With My Angel
Bobby Vinton	Blue on Blue
Bobby Vinton	Blue Velvet
Bobby Womack	That's The Way I Feel About 'Cha
Booker T. & The MG's	Green Onions (#183)
Booker T. & The MG's	Time Is Tight
Bread	Make It With You
Brenda Lee	All Alone Am I
Brenda Lee	As Usual
Brenda Lee	Bigelow 6-200
Brenda Lee	Dum Dum
Brenda Lee	Losing You
Brenda Lee	Sweet Nothin's
Brenda Lee	That's All You Gotta Do

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Artist	Title
Brook Benton	Fools Rush In
Brook Benton	Hotel Happiness
Brook Benton	Thank You Pretty Baby
Brooklyn Bridge	Blessed Is The Rain
Brooklyn Bridge	The Worst That Could Happen
Bruce Channel	Hey! Baby
Buddy Holly	Everyday (#238)
Buddy Holly	It Doesn't Matter Anymore
Buddy Holly	It's So Easy
Buddy Holly	Peggy Sue (#197)
Buddy Holly	Raining in My Heart
Buddy Holly	True Love Ways
Buddy Holly	Words of Love
Buddy Holly & The Crickets	Not Fade Away (#108)
Buddy Holly & The Crickets	Oh, Boy!
Buddy Holly & The Crickets	Rave On (#155)
Buddy Holly & The Crickets	That'll Be The Day (#39)
Buddy Knox	Hula Love
Buddy Knox	Party Doll
Buddy Morrow	More
Buffalo Springfield	Bluebird
Buffalo Springfield	For What It's Worth (#63)
Buffalo Springfield	Hung Upside Down
Bunny Berigan	A Study in Brown
Bunny Berigan	I Can't Get Started
Bunny Berigan	Peg O' My Heart
Burl Ives	Funny Way Of Laughin'
Buzz Clifford	Babysittin' Boogie
Byrds	All I Really Want To Do
Byrds	Ballad Of Easy Rider
Byrds	Draft Morning
Byrds	Eight Miles High (#151)
Byrds	I'll Feel A Whole Lot Better (#237)
Byrds	It's All Over Now, Baby Blue
Byrds	John Riley
Byrds	Mr. Spaceman
Byrds	Mr. Tambourine Man (#79)
Byrds	My Back Pages
Byrds	She Don't Care About Time
Byrds	So You Want To Be A Rock 'N' Roll Star
Byrds	Turn! Turn! Turn!
Cab Calloway	A Chicken Ain't Nothin' But a Bird

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Artist	Title
Cadillacs	My Girlfriend
Canned Heat	Going Up The Country
Canned Heat	On The Road Again
Carl Dobkins Jr.	Lucky Devil
Carl Dobkins Jr.	My Heart Is An Open Book
Carly Simon	Anticipation
Carole King	I Feel The Earth Move
Carpenters	We've Only Just Begun (#414)
Cascades	Rhythm Of The Rain
Cat Stevens	Peace Train
Chantels	Maybe (#199)
Charley Pride	Just Between You and Me
Charlie Barnet	Leapin' At The Lincoln
Charlie Barnet	Where Was I?
Charlie Drake	My Boomerang Won't Come Back
Cher	Gypsys, Tramps & Thieves
Chicago	25 Or 6 To 4
Chicago	Beginnings
Chicago	Does Anybody Really Know What Time It Is
Chicago	Make Me Smile
Chick Webb/Ella Fitzgerald	Undecided
Chips	Rubber Biscuit
Chubby Checker	Hey, Bobba Needle
Chubby Checker	Hucklebuck
Chubby Checker	Pony Time
Chubby Checker	Slow Twistin'
Chubby Checker	The Fly
Chubby Checker	The Twist (#457)
Chubby Checker	Twist It Up
Chuck Berry	Around & Around
Chuck Berry	Brown Eyed Handsome Man (#383)
Chuck Berry	Guitar Boogie
Chuck Berry	Johnny B. Goode (#7)
Chuck Berry	Let It Rock
Chuck Berry	Little Queenie
Chuck Berry	Maybellene (#18)
Chuck Berry	No Particular Place to Go
Chuck Berry	Rock And Roll Music (#129)
Chuck Berry	Roll Over Beethoven (#97)
Chuck Berry	School Day
Chuck Berry	Sweet Little Sixteen (#277)
Chuck Berry	Too Much Monkey Business

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Artist	Title
Chuck Willis	C.C. Rider
Cilla Black	You're My World
Clarence Carter	Slip Away
Clarence 'Frogman' Henry	(I Don't Know Why) But I Do
Clarence 'Frogman' Henry	Ain't Got No Home
Classics IV	Every Day With You Girl
Classics IV	Spooky
Classics IV	Traces
Classics IV & Dennis Yost	Stormy
Claude King	Wolverton Mountain
Clint Miller	Bertha Lou
Clovers	Devil Or Angel
Clovers	Love Potion No. 9
Clyde McPhatter	A Lover's Question
Clyde McPhatter	Treasure Of Love
Connie Francis	(He's My) Dreamboat
Connie Francis	Everybody's Somebody's Fool
Connie Francis	If My Pillow Could Talk
Connie Francis	Lipstick on Your Collar
Connie Francis	Many Tears Ago
Connie Francis	Second Hand Love
Connie Francis	Vacation
Connie Smith	Cincinnati, Ohio
Connie Smith	Nobody But A Fool (Would Love You)
Conway Twitty	Fifteen Years Ago
Conway Twitty	It's Only Make Believe
Conway Twitty	Lonely Blue Boy
Cornelius Bros. & Sister Rose	Treat Her Like A Lady
Count Basie	9-20 Special
Count Basie	Robbin's Nest
Count Basie	Somebody Stole My Gal
Cream	Badge
Cream	Deserted Cities of the Heart
Cream	Sunshine of Your Life (#65)
Cream	Tales Of Brave Ulysses
Cream	White Room (#376)
Crosby Stills & Nash	Long Time Gone
Crosby Stills Nash & Young	Carry On
Crosby Stills Nash & Young	Ohio (#395)
Crosby Stills Nash & Young	Teach Your Children
Crosby Stills Nash & Young	Woodstock
Crosby, Stills and Nash	Suite: Judy Blue Eyes (#426)

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Artist	Title
Curtis Mayfield and The Impressions	Gypsy Woman
Dale Hawkins	Susie-Q
Dale Ward	Letter From Sherry
Danny & The Juniors	At the Hop
Danny & The Juniors	Dottie
Darlene Love	A Fine, Fine Boy
Dave "Baby" Cortez	Rinky Dink
Dave Dudley	Six Days On The Road
Dave Mason	Only You Know And I Know
David Bowie	Changes (#128)
David Bowie	Queen Bitch
David Bowie	Space Oddity
David Bowie	Starman
David Bowie	Ziggy Stardust (#282)
Dean Martin w/The Easy Riders	Memories Are Made of This
Dee Dee Sharp	Mashed Potato Time
Deep Purple	Highway Star
Deep Purple	Hush
Deep Purple	Smoke on the Water (#434)
Deep Purple	Space Truckin'
Delaney & Bonnie	Soul Shake
Delfonics	Didn't I (Blow Your Mind This Time)
Delfonics	La - La Means I Love You
Delfonics	Ready or Not
Delfonics	Trying To Make A Fool Of Me
Del-Vikings	Come Go with Me (#449)
Derek	Cinnamon
Derek & The Dominos	Have You Ever Loved A Woman
Derek & The Dominos	Layla (#27)
Derek & The Dominos	Little Wing
Diamonds	The Stroll
Diana Ross	Ain't No Mountain High Enough
Diana Ross & The Supremes	Love Child
Diane Renay	Kiss Me Sailor
Dick & Dee Dee	Tell Me
Dick & Dee Dee	The Mountain's High
Dick & Dee Dee	Young And In Love
Dick Haymes	You'll Never Know
Dickey Lee	Patches
Dion	Abraham, Martin & John
Dion	Drip Drop



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Artist	Title
Dion	Little Diane
Dion	Runaround Sue (#351)
Dion	The Wanderer (#243)
Dion & The Belmonts	A Teenager in Love
Dion & The Belmonts	In The Still Of The Night
Dionne Warwick	I Say A Little Prayer
Dionne Warwick	Walk on By (#70)
Dobie Gray	The 'In' Crowd
Dolly Parton	Just Because I'm A Woman
Dolly Parton	Mule Skinner Blues
Don Gibson	Funny Familiar Forgotten Feelings
Don Gibson	I Can't Stop Loving You
Don Gibson	Lonesome Number One
Don Gibson	Sweet Dreams
Donny Hathaway	The Ghetto
Donny Osmond	Sweet & Innocent
Donovan	Atlantis
Donovan	Barabajagal
Donovan	Hurdy Gurdy Man
Donovan	Sunshine Superman
Doors	Back Door Man
Doors	Break On Through
Doors	Hello, I Love You
Doors	Light My Fire (#35)
Doors	Love Her Madly
Doors	Love Me Two Times
Doors	Maggie M'Gill
Doors	People Are Strange
Doors	Queen Of The Highway
Doors	Roadhouse Blues
Doors	The End (#336)
Doors	Touch Me
Doors	Waiting for the Sun
Doors	Yes, The River Knows
Doris Day	A Guy Is A Guy
Doris Day	I Only Have Eyes For You
Doris Day	Love Somebody
Doris Day	Someone Like You
Doris Troy	Just One Look
Dottie West	Here Comes My Baby
Dottie West	Paper Mansions
Dovells	Bristol Stomp

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Artist	Title
Dovells	You Can't Sit Down
Drifters	Adorable
Drifters	Bip Bam
Drifters	Dance With Me
Drifters	Fools Fall In Love
Drifters	Honey Love
Drifters	Money Honey (#254)
Drifters	On Broadway
Drifters	Saturday Night at the Movies
Drifters	Save The Last Dance For Me (#184)
Drifters	There Goes My Baby (#196)
Drifters	Under the Boardwalk (#489)
Drifters	Up on the Roof (#114)
Drifters	When My Little Girl Is Smiling
Dubs	Don't Ask Me To Be Lonely
Duke Ellington	Don't Get Around Much Anymore
Duke Ellington	Perdido
Dusty Springfield	I Only Want To Be With You
Dusty Springfield	Son of a Preacher Man (#242)
Dusty Springfield	Wishin' and Hopin'
Dusty Springfield	You Don't Have To Say You Love Me
Eagles	Witchy Woman
Eddie Cochran	C'mon Everybody (#411)
Eddie Cochran	Jeanie, Jeanie, Jeanie
Eddie Cochran	Somethin' Else
Eddie Cochran	Summertime Blues (#74)
Eddie Floyd	Knock on Wood
Eddie Holland	Leaving Here
Edison Lighthouse	Love Grows (Where My Rosemary Goes)
Edwin Starr	War
Ella Fitzgerald	Manhattan
Ella Fitzgerald	Stairway To The Stars
Ella Fitzgerald & Marty Paich	You Hit the Spot
Ella Mae Morse	No Love, No Nothin'
Elton John	Tiny Dancer (#397)
Elton John	Your Song (#137)
Elvis Presley	All Shook Up (#361)
Elvis Presley	Baby Let's Play House
Elvis Presley	Blue Suede Shoes (#430)
Elvis Presley	Can't Help Falling in Love (#403)
Elvis Presley	Don't Be Cruel (#200)
Elvis Presley	Don't Cry Daddy

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Artist	Title
Elvis Presley	Good Rockin' Tonight
Elvis Presley	Heartbreak Hotel (#45)
Elvis Presley	His Latest Flame
Elvis Presley	Hound Dog (#19)
Elvis Presley	I Got Stung
Elvis Presley	If I Can Dream
Elvis Presley	In the Ghetto
Elvis Presley	It's Now or Never
Elvis Presley	Jailhouse Rock (#67)
Elvis Presley	Kentucky Rain
Elvis Presley	Love Me Tender (#444)
Elvis Presley	Mystery Train (#77)
Elvis Presley	Suspicious Minds (#91)
Elvis Presley	That's All Right (#113)
Elvis Presley	Wear My Ring Around Your Neck
Eric Burdon & The Animals	San Franciscan Nights
Eric Burdon & The Animals	Sky Pilot
Eric Clapton	After Midnight
Eric Clapton	Let It Rain
Ernie Maresca	Shout! Shout! (Knock Yourself Out)
Erroll Garner	Misty
Erskine Hawkins	Tuxedo Junction
Etta James	Tell Mama
Everly Brothers	Cathy's Clown (#150)
Everly Brothers	Made To Love
Everly Brothers	So Sad (To Watch Good Love Go Bad)
Everly Brothers	Walk Right Back
Eydie Gorme	Blame It on the Bossa Nova
Fabian	Turn Me Loose
Fats Domino	Ain't That a Shame (#438)
Fats Domino	Be My Guest
Fats Domino	Blueberry Hill (#82)
Fats Domino	Bo Weevil
Fats Domino	I Want to Walk You Home
Fats Domino	I'm Ready
Fats Domino	I'm Walkin'
Fats Domino	La La
Fats Domino	Shu Rah
Fats Domino	Valley Of Tears
Fats Domino	Walking To New Orleans
Fats Domino	Whole Lotta Lovin'
Fats Waller	All My Life

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Artist	Title
Fever Tree	San Francisco Girls (Return Of The Native)
Five Satins	In the Still of the Night (#90)
Five Stairsteps	O-o-h Child (#402)
Flamingos	I Only Have Eyes for You (#158)
Fleetwood Mac	Tell Me All The Things You Do
Flying Machine	Smile A Little Smile For Me
Fontella Bass	Rescue Me
Four Preps	Big Man
Four Preps	Down by the Station (Early in the Morning)
Four Tops	Ask The Lonely
Four Tops	Baby I Need Your Loving (#400)
Four Tops	Bernadette
Four Tops	I Can't Help Myself (#422)
Four Tops	It's All In The Game
Four Tops	It's the Same Old Song
Four Tops	Reach Out, I'll Be There (#209)
Four Tops	Shake Me, Wake Me (When It's Over)
Four Tops	Standing In The Shadows of Love (#470)
Four Tops	Walk Away Renee
Four Tops	You Keep Running Away
Frank Zappa & The Mothers Of Invention	Mother People
Frank Zappa & The Mothers Of Invention	Motherly Love
Frankie Lymon & The Teenagers	I Want You to Be My Girl
Frankie Lymon & The Teenagers	I'm Not A Juvenile Delinquent
Frankie Lymon & The Teenagers	Why Do Fools Fall in Love (#314)
Frankie Valli	Can't Take My Eyes Off You
Frankie Valli & The Four Seasons	Beggin'
Frankie Valli & The Four Seasons	Big Girls Don't Cry
Frankie Valli & The Four Seasons	Big Man in Town
Frankie Valli & The Four Seasons	Candy Girl
Frankie Valli & The Four Seasons	Dawn (Go Away)
Frankie Valli & The Four Seasons	Let's Hang On
Frankie Valli & The Four Seasons	Opus 17 (Don't You Worry 'Bout Me)
Frankie Valli & The Four Seasons	Rag Doll
Frankie Valli & The Four Seasons	Sherry
Frankie Valli & The Four Seasons	Will You Love Me Tomorrow
Frankie Valli & The Four Seasons	Working My Way Back To You
Fred Astaire	A Fine Romance
Fred Astaire	After You, Who?
Fred Astaire w/ Leo Reisman	Night And Day

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Artist	Title
Free	All Right Now
Friend & Lover	Reach Out of the Darkness
Gants	(You Can't Blow) Smoke Rings
Gary Lewis & The Playboys	Count Me In
Gary Lewis & The Playboys	Everybody Loves a Clown
Gary Lewis & The Playboys	She's Just My Style
Gary Lewis & The Playboys	Sure Gonna Miss Her
Gary Lewis & The Playboys	This Diamond Ring
Gary Puckett & The Union Gap	Lady Willpower
Gary Puckett & The Union Gap	Over You
Gary Puckett & The Union Gap	This Girl Is a Woman Now
Gary Puckett & The Union Gap	Woman, Woman
Gary Puckett & The Union Gap	Young Girl
Gene Autry	Back In The Saddle Again
Gene Krupa	Drum Boogie
Gene Krupa	Drummin' Man
Gene Krupa	How High the Moon
Gene Krupa	Knock Me A Kiss
Gene Krupa	Opus One
Gene McDaniels	A Hundred Pounds Of Clay
Gene McDaniels	Chip Chip
Gene McDaniels	Tower Of Strength
Gene Vincent	Say Mama
Gene Vincent and His Blue Caps	Be-Bop-A-Lula (#103)
George Harrison	My Sweet Lord (#460)
George Harrison	What Is Life
George Jones	A Girl I Used To Know
Gerry & The Pacemakers	Ferry Cross the Mersey
Gerry & The Pacemakers	Girl on a Swing
Gerry & The Pacemakers	I Like It
Gladys Knight & The Pips	Friendship Train
Gladys Knight & The Pips	I Heard It Through the Grapevine
Gladys Knight & The Pips	If I Were Your Woman
Glen Campbell	By the Time I Get to Phoenix
Glen Campbell	Dreams of the Everyday Housewife
Glen Campbell	Galveston
Glen Campbell	Gentle On My Mind
Glen Campbell	Wichita Lineman (#195)
Glenn Miller	A Nightingale Sang in Berkeley Square
Glenn Miller	A String of Pearls
Glenn Miller	Bugle Call Rag
Glenn Miller	Elmer's Tune

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Artist	Title
Glenn Miller	Imagination
Glenn Miller	It's a Blue World
Glenn Miller	Juke Box Saturday Night
Glenn Miller	Moonlight Serenade
Glenn Miller	Poinciana
Glenn Miller	Serenade In Blue
Glenn Miller	Song Of The Volga Boatmen
Glenn Miller	St. Louis Blues March
Glenn Miller	Sunrise Serenade
Glenn Miller	Tuxedo Junction
Guess Who	American Woman
Guess Who	Laughing
Guess Who	These Eyes
Guess Who	Undun
Guy Mitchell	Heartaches By The Number
Hank Williams	Honky Tonk Blues
Hank Williams	Honky Tonkin'
Hank Williams	I Just Don't Like This Kind Of Living
Hank Williams	I'm A Long Gone Daddy
Hank Williams	I'm So Lonesome I Could Cry (#112)
Hank Williams	Lost Highway
Hank Williams	Moanin' The Blues
Hank Williams	Move It On Over
Hank Williams	They'll Never Take Her Love From Me
Hank Williams	Your Cheatin' Heart (#217)
Harpers Bizarre	The 59th St. Bridge Song
Harry James v/Kitty Kallen	I'm Beginning To See The Light
Harry James v/Kitty Kallen	It's Been A Long, Long Time
Harry Nilsson	Everybody's Talkin'
Harry Nilsson	I Guess the Lord Must Be in New York City
Harry Nilsson	Jump Into The Fire
Helen Forrest & Harry James	I Don't Want To Walk Without You
Helen Forrest & Harry James	I Remember You
Helen Forrest & Harry James	I've Heard That Song Before
Herman's Hermits	A Must to Avoid
Herman's Hermits	Can't You Hear My Heartbeat
Herman's Hermits	I'm into Something Good
Herman's Hermits	Mrs. Brown, You've Got a Lovely Daughter
Herman's Hermits	There's a Kind of Hush
Herman's Hermits	Wonderful World
Howlin' Wolf	I'm Leavin' You
Howlin' Wolf	Smokestack Lightning (#291)

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Artist	Title
Howlin' Wolf	Spoonful (#221)
Hugo Montenegro & His Orchestra	The Good, the Bad, and the Ugly
Hugo Winterhalter v/Johnny Parker	A Kiss To Build A Dream On
Hugo Winterhalter/Eddie Heywood	Canadian Sunset
Ike & Tina Turner	Proud Mary
Ike & Tina Turner	River Deep – Mountain High (#33)
Ink Spots	Don't Get Around Much Anymore
Ink Spots	I Don't Want To Set The World on Fire
Ink Spots	Java Jive
Isley Brothers	It's Your Thing (#428)
Isley Brothers	Love The One You're With
Ivory Joe Hunter	Since I Met You Baby
J. Geils Band	Looking for a Love
Jackson 5	ABC
Jackson 5	I Want You Back (#121)
Jackson 5	I'll Be There
Jackson 5	Mama's Pearl
Jackson 5	Never Can Say Goodbye
Jackson 5	Sugar Daddy
Jackson Browne	Doctor My Eyes
James Brown	Get On Up, Get Into It, Get Involved
James Brown	Get Up (I Feel Like Being a) Sex Machine (#334)
James Brown	Hot Pants Pt. 1
James Brown	I Got The Feelin'
James Brown	I Got You (I Feel Good) (#78)
James Brown	It's a Man's Man's Man's World (#124)
James Brown	Papa's Got a Brand New Bag (#71)
James Brown	Please, Please, Please (#143)
James Brown	Say it Loud – I'm Black and I'm Proud (#312)
James Brown	Super Bad
James Brown	There Was A Time
James Gang	Funk #49
James Gang	Walk Away
James Taylor	Fire And Rain (#227)
James Taylor	You've Got A Friend
Jan & Dean	The Little Old Lady From Pasadena
Jan Bradley	Mama Didn't Lie
Janis Ian	Society's Child (Baby I've Been Thinking)
Janis Joplin	Half Moon
Janis Joplin	Me And Bobby McGee (#148)
Janis Joplin	Mercedes Benz
Jay & The Americans	Only In America

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Artist	Title
Jay & The Americans	This Magic Moment
Jeff Beck Group	The Hangman's Knee
Jefferson Airplane	It's No Secret
Jefferson Airplane	Somebody To Love (#279)
Jefferson Airplane	War Movie
Jefferson Airplane	White Rabbit (#483)
Jerry Butler	Only the Strong Survive
Jerry Lee Lewis	Another Place, Another Time
Jerry Lee Lewis	Once More With Feeling
Jerry Lee Lewis	She Still Comes Around (To Love What's Left of Me)
Jerry Lee Lewis	To Make Love Sweeter For You
Jerry Lee Lewis	What's Made Milwaukee Famous (Has Made a Loser Out of Me)
Jerry Lee Lewis	Would You Take Another Chance On Me
Jethro Tull	Aqualung
Jethro Tull	Cross-Eyed Mary
Jethro Tull	Living In The Past
Jethro Tull	Up The 'Pool
Jethro Tull	Up To Me
Jim Lowe	The Green Door
Jimi Hendrix Experience	All Along The Watchtower (#47)
Jimi Hendrix Experience	Can You See Me
Jimi Hendrix Experience	Come On (Let The Good Times Roll)
Jimi Hendrix Experience	Crosstown Traffic
Jimi Hendrix Experience	Foxy Lady (#153)
Jimi Hendrix Experience	Hey Joe (#201)
Jimi Hendrix Experience	Little Wing (#366)
Jimi Hendrix Experience	Purple Haze (#17)
Jimi Hendrix Experience	The Wind Cries Mary (#379)
Jimi Hendrix Experience	Voodoo Child (Slight Return) (#102)
Jimmie Rodgers	Are You Really Mine
Jimmie Rodgers	Honeycomb
Jimmy Cliff	Many Rivers to Cross (#325)
Jimmy Dean	Big Bad John
Jimmy Jones	Good Timin'
Jimmy Jones	Handy Man
Jimmy Ruffin	What Becomes Of The Broken Hearted
Jo Stafford	It Could Happen To You
Jo Stafford	On the Sunny Side Of The Street
Jo Stafford w/ Paul Weston	Smoke Dreams
Joe Cocker	Feeling Alright
Joe Cocker	With A Little Help From My Friends



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Artist	Title
Joe South	Games People Play
Joey Dee & The Starlites	Peppermint Twist
John Lennon	Imagine (#3)
Johnny Burnette	Little Boy Sad
Johnny Burnette	You're Sixteen
Johnny Cash	Daddy Sang Bass
Johnny Cash	I Still Miss Someone
Johnny Cash	Ring of Fire (#87)
Johnny Cash	Tennessee Flat Top Box
Johnny Cash	Understand Your Man
Johnny Cash	What Is Truth
Johnny Mathis	Chances Are
Johnny Mercer	Ac-Cent-Tchu-Ate The Positive
Johnny Mercer	G.I. Jive
Johnny Mercer	On The Atchison, Topeka and the Santa Fe
Johnny Mercer	Personality
Johnny Paycheck	She's All I Got
Johnny Preston	Cradle of Love
Johnny Preston	Running Bear
Johnny Rivers	Maybelline
Johnny Rivers	Midnight Special
Johnny Rivers	Mountain of Love
Johnny Rivers	Poor Side Of Town
Johnny Rivers	Secret Agent Man
Johnny Rivers	Seventh Son
Johnny Rivers	Summer Rain
Johnny Rivers	The Tracks of My Tears
Joni Mitchell	Both Sides Now (#171)
Joni Mitchell	Night In The City
Jr. Walker & The All Stars	Shotgun
Judy Collins	Both Sides Now
Judy Collins	Someday Soon
Judy Garland	Over The Rainbow
Kay Kyser	Let's Get Lost
Kay Kyser	Praise The Lord And Pass The Ammunition
Kay Kyser v/Mike Douglas	The Old Lamplighter
Kay Starr	Rock And Roll Waltz
Keith	98.6
Kenny Rogers & The First Edition	Just Dropped In (To See What Condition My Condition Was In)
Kingston Trio	Greenback Dollar
Kingston Trio	M.T.A.

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Artist	Title
Larry Clinton v/Bea Wain	Heart and Soul
Larry Clinton v/Bea Wain	My Heart Belongs To Daddy
Larry Clinton v/Bea Wain	You Go To My Head
Larry Clinton v/Ford Leary	Jeepers Creepers
LaVern Baker	Jim Dandy (#352)
LaVern Baker	Tweedlee Dee
Led Zeppelin	Black Dog (#300)
Led Zeppelin	Communication Breakdown
Led Zeppelin	Dazed and Confused
Led Zeppelin	Going To California
Led Zeppelin	Good Times Bad Times
Led Zeppelin	Heartbreaker (#328)
Led Zeppelin	Hey Hey What Can I Do
Led Zeppelin	How Many More Times
Led Zeppelin	I Can't Quit You Baby
Led Zeppelin	Immigrant Song
Led Zeppelin	Misty Mountain Hop
Led Zeppelin	Ramble On (#440)
Led Zeppelin	Rock and Roll
Led Zeppelin	Stairway To Heaven (#31)
Led Zeppelin	Traveling Riverside Blues
Led Zeppelin	Whole Lotta Love (#75)
Lee Dorsey	Working in the Coal Mine
Lee Dorsey	Ya Ya
Left Banke	Pretty Ballerina
Left Banke	Walk Away Renee (#222)
Len Barry	1, 2, 3
Lenny Welch	Since I Fell For You
Leroy Van Dyke	The Auctioneer
Les Brown and Doris Day	Amapola
Les Brown v/Miriam Shaw	Don't Worry 'Bout Me
Les Elgart	In The Still Of The Night
Lesley Gore	California Nights
Lesley Gore	It's My Party
Lettermen	The Way You Look Tonight
Lionel Hampton	Hamp's Boogie Woogie
Lionel Hampton	Wizzin' The Wizz
Little Anthony & The Imperials	Hurt So Bad
Little Eva	Keep Your Hands off My Baby
Little Eva	Let's Turkey Trot
Little Eva	The Loco-Motion (#359)
Little Jack Little	I'm in the Mood for Love

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Artist	Title
Little Joe & The Thrillers	Peanuts
Little Peggy March	I Will Follow Him
Little Peggy March	I Wish I Were a Princess
Little Walter	Mellow Down Easy
Lloyd Price	I'm Gonna Get Married
Lloyd Price	Stagger Lee
Loretta Lynn	Blue Kentucky Girl
Loretta Lynn	Don't Come Home A Drinkin'
Loretta Lynn	Fist City
Loretta Lynn	If You're Not Gone Too Long
Loretta Lynn	You Ain't Woman Enough
Loretta Lynn	You're Lookin' At Country
Los Bravos	Black Is Black
Lou Christie	Lightnin' Strikes
Lou Christie	Rhapsody in the Rain
Lou Christie	Two Faces Have I
Lou Rawls	Dead End Street
Lou Rawls	Love Is a Hurtin' Thing
Lou Rawls	Your Good Thing (Is About To End)
Louis Armstrong	A Kiss to Build a Dream On
Louis Armstrong	Jeepers Creepers
Louis Armstrong	What A Wonderful World
Louis Prima	Just a Gigolo-I Ain't Got Nobody
Louis Prima & Keely Smith	Jump Jive An' Wail
Love	No Matter What You Do
Lulu	To Sir With Love
Mac & Katie Kissoon	Chirpy Chirpy Cheep Cheep
Major Lance	The Monkey Time
Major Lance	Um Um Um Um Um Um
Mamas & The Papas	California Dreamin' (#89)
Mamas & The Papas	Dedicated To The One I Love
Mamas & The Papas	Dream a Little Dream of Me
Mamas & The Papas	I Saw Her Again
Mamas & The Papas	Monday, Monday
Mamas & The Papas	Words of Love
Marcel's	Blue Moon
Marcel's	Heartaches
Marcel's	Summertime
Marianne Faithfull	As Tears Go By
Mark Lindsay	Arizona
Martha & The Vandellas	Dancing in the Street (#40)
Martha & The Vandellas	Heat Wave

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Artist	Title
Martha & The Vandellas	Nowhere to Run (#367)
Martha Reeves & The Vandellas	Come and Get These Memories
Martha Reeves & The Vandellas	Honey Chile
Martha Reeves & The Vandellas	Jimmy Mack
Martha Reeves & The Vandellas	Quicksand
Marty Robbins	Devil Woman
Marty Robbins	El Paso
Marty Robbins	My Woman My Woman My Wife
Marty Robbins	Ribbon Of Darkness
Marty Robbins	Ruby Ann
Marty Robbins	Tonight Carmen
Marv Johnson	(You've Got To) Move Two Mountains
Marv Johnson	I Love The Way You Love
Marvin Gaye	Ain't That Peculiar
Marvin Gaye	Chained
Marvin Gaye	I Heard It Through the Grapevine (#81)
Marvin Gaye	Inner City Blues (Make Me Wanna Holler)
Marvin Gaye	Mercy Mercy Me (The Ecology)
Marvin Gaye	Try It Baby
Marvin Gaye	What's Going On (#4)
Marvin Gaye & Tammi Terrell	Ain't No Mountain High Enough
Marvin Gaye & Tammi Terrell	Ain't Nothing Like The Real Thing
Marvin Gaye & Tammi Terrell	Your Precious Love
Mary Hopkin	Those Were the Days
Mary Wells	My Guy
Mason Williams	Classical Gas
McCoys	Hang On Sloopy
Mel Carter	Hold Me Thrill Me Kiss Me
Merle Haggard	Daddy Frank
Merle Haggard	Mama Tried
Merle Haggard	Swinging Doors
Merle Haggard	The Fightin' Side of Me
Merle Haggard	Workin' Man Blues
Merrilee Rush & Turnabouts	Angel of the Morning
Mickey & Sylvia	Love Is Strange
Mitch Ryder & The Detroit Wheels	Jenny Take a Ride
Moby Grape	Murder In My Heart For The Judge
Moby Grape	Omaha
Moby Grape	Sitting By The Window
Monotones	Legend Of Sleepy Hollow
Moody Blues	Go Now
Moody Blues	Question

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Artist	Title
Moody Blues	The Story In Your Eyes
Moody Blues	Tuesday Afternoon (Forever Afternoon)
Mott The Hoople	All The Way From Memphis
Mott The Hoople	All The Young Dudes (#256)
Mountain	Mississippi Queen
Muddy Waters	Got My Mojo Working (#368)
Muddy Waters	Hoochie Coochie Man (#226)
Muddy Waters	I'm Ready
Muddy Waters	Mannish Boy (#230)
Muddy Waters	Rollin' Stone (#465)
Music Explosion	Little Bit O' Soul
Nappy Brown	Little By Little
Nat King Cole	(I Love You) For Sentimental Reasons
Nat King Cole	Orange Colored Sky
Nat King Cole	Straighten up and Fly Right
Neil Diamond	Brother Love's Traveling Salvation
Neil Diamond	Shilo
Neil Sedaka	Breaking Up Is Hard to Do
Neil Sedaka	Happy Birthday, Sweet Sixteen
Neil Sedaka	Little Devil
Neil Sedaka	Next Door To An Angel
Neil Sedaka	Stairway to Heaven
Neil Young	After The Gold Rush
Neil Young	Heart Of Gold (#303)
Neil Young	Old Man
Neil Young	Southern Man
Neon Philharmonic	Morning Girl
New Christy Minstrels	Green Green
New Colony Six	Things I'd Like To Say
New Seekers	I'd Like To Teach The World to Sing
New Vaudeville Band	Winchester Cathedral
Nina Simone	To Be Young, Gifted, And Black
Ohio Express	Chewy, Chewy
Ohio Express	Yummy Yummy Yummy
Oliver	Good Morning Starshine
Orlons	Not Me
Orlons	The Wah Watusi
Otis Redding	(Sittin' On) The Dock of the Bay (#26)
Otis Redding	I've Been Loving You Too Long (#111)
Otis Redding	Mr. Pitiful
Otis Redding	Respect
Otis Redding	Satisfaction

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Artist	Title
Otis Redding	Try a Little Tenderness (#207)
Partridge Family	Doesn't Somebody Want to Be Wanted
Pat Boone	April Love
Pat Boone	Bernardine
Pat Boone	Don't Forbid Me
Pat Boone	Love Letters in the Sand
Patsy Cline	Always
Patsy Cline	Back In Baby's Arms
Patsy Cline	Crazy (#85)
Patsy Cline	Half as Much
Patsy Cline	Heartaches
Patsy Cline	I Fall To Pieces (#241)
Patsy Cline	San Antonio Rose
Patsy Cline	Seven Lonely Days
Patsy Cline	Shoes
Patsy Cline	South of the Border (Down Mexico Way)
Patsy Cline	Sweet Dreams (Of You)
Patti Drew	Tell Him
Paul & Paula	Hey Paula
Paul Anka	Put Your Head On My Shoulder
Paul Butterfield Blues Band	Get Out Of My Life, Woman
Paul Butterfield Blues Band	Love Disease
Paul Mauriat	Love Is Blue
Paul Revere & The Raiders	Him Or Me
Paul Revere & The Raiders	Hungry
Paul Revere & The Raiders	Kicks
Paul Simon	Me And Julio Down By The Schoolyard
Paul Simon	Run That Body Down
Peaches & Herb	Close Your Eyes
Percy Faith	Theme From A Summer Place
Percy Sledge	It Tears Me Up
Percy Sledge	When A Man Loves A Woman (#53)
Perez Prado	Patricia
Perry Como	I'm Gonna Love That Gal
Perry Como w/ Mitchell Ayres	Papa Loves Mambo
Peter, Paul & Mary	I Dig Rock & Roll Music
Question Mark & The Mysterians	96 Tears (#213)
R.B. Greaves	Take a Letter, Maria
Raiders	Indian Reservation
Randy & The Rainbows	Denise
Rare Earth	Get Ready
Ray Bryant & His Combo	The Madison Time

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Artist	Title
Ray Charles	(Night Time Is) The Right Time
Ray Charles	I Got A Woman (#239)
Ray Charles	Roll With My Baby
Ray Charles	What'd I Say (#10)
Ray Price	Don't You Ever Get Tired (Of Hurting Me)
Ray Price	For The Good Times
Ray Price	Heartaches By The Number
Ray Price	I Won't Mention It Again
Ray Price	Invitation To The Blues
Ray Price	Make The World Go Away
Ray Price	My Shoes Keep Walking Back To You
Ray Price	Pride
Ray Price	The Other Woman (In My Life)
Richard Harris	MacArthur Park
Ricky Nelson	A Wonder Like You
Ricky Nelson	Believe What You Say
Ricky Nelson	Hello Mary Lou
Ricky Nelson	I Got A Feeling
Ricky Nelson	It's Late
Ricky Nelson	It's Up To You
Ricky Nelson	Lonesome Town
Ricky Nelson	My Bucket's Got A Hole In It
Ricky Nelson	Never Be Anyone Else But You
Ricky Nelson	The Very Thought of You
Ricky Nelson	Young Emotions
Ringo Starr	It Don't Come Easy
Ritchie Valens	Come on, Let's Go
Ritchie Valens	Donna
Ritchie Valens	La Bamba (#354)
Robert Knight	Everlasting Love
Roberta Flack & Donny Hathaway	Where Is The Love
Robin Luke	Susie Darlin'
Robin McNamara	Lay A Little Lovin' On Me
Rod Stewart	Dirty Old Town
Rod Stewart	Every Picture Tells A Story
Rod Stewart	Gasoline Alley
Rod Stewart	I Wouldn't Ever Change A Thing
Rod Stewart	Maggie May (#131)
Roger Miller	King Of The Road
Rolf Harris	Tie Me Kangaroo Down, Sport
Rolling Stones	(I Can't Get No) Satisfaction (#2)
Rolling Stones	19th Nervous Breakdown

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Artist	Title
Rolling Stones	As Tears Go By
Rolling Stones	Brown Sugar (#495)
Rolling Stones	Connection
Rolling Stones	Country Honk
Rolling Stones	Don't Lie To Me
Rolling Stones	Flight 505
Rolling Stones	Gimme Shelter (#38)
Rolling Stones	Heart Of Stone
Rolling Stones	Honky Tonk Women (#116)
Rolling Stones	I'm A King Bee
Rolling Stones	Jumpin' Jack Flash (#125)
Rolling Stones	Let's Spend The Night Together
Rolling Stones	Mother's Little Helper
Rolling Stones	Out Of Time
Rolling Stones	Paint It Black (#176)
Rolling Stones	Ruby Tuesday (#310)
Rolling Stones	Salt of the Earth
Rolling Stones	She's A Rainbow
Rolling Stones	Street Fighting Man (#301)
Rolling Stones	Sympathy For The Devil (#32)
Rolling Stones	The Last Time
Rolling Stones	Think
Rolling Stones	Under My Thumb
Rolling Stones	Wild Horses (#343)
Rolling Stones	You Can't Always Get What You Want (#101)
Roy Hamilton	You Can Have Her
Roy Orbison	Blue Angel
Roy Orbison	Crying (#69)
Roy Orbison	Dream Baby (How Long Must I Dream)
Roy Orbison	In Dreams (#319)
Roy Orbison	Leah
Roy Orbison	Oh Pretty Woman (#224)
Roy Orbison	Only the Lonely (#234)
Roy Orbison	Running Scared
Ruby & The Romantics	Our Day Will Come
Rufus Thomas	Walking The Dog
Ruth Brown	(Mama) He Treats Your Daughter Mean
Sam & Dave	Hold On, I'm Comin'
Sam & Dave	I Thank You
Sam & Dave	Soul Man (#463)
Sam & Dave	When Something Is Wrong With My Baby
Sam & Dave	You Don't Know Like I Know



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Artist	Title
Sam Cooke	(Ain't That) Good News
Sam Cooke	(What A) Wonderful World (#382)
Sam Cooke	A Change Is Gonna Come (#12)
Sam Cooke	Another Saturday Night
Sam Cooke	Bring It on Home to Me
Sam Cooke	Cupid (#458)
Sam Cooke	Everybody Loves To Cha Cha Cha
Sam Cooke	Frankie and Johnny
Sam Cooke	Little Red Rooster
Sam Cooke	Meet Me at Mary's Place
Sam Cooke	Nothing Can Change This Love
Sam Cooke	Soothe Me
Sam Cooke	Twistin' the Night Away
Sam Cooke	Win Your Love For Me
Sam Cooke	You Send Me (#115)
Sam the Sham & The Pharaohs	Wooly Bully
Santana	Black Magic Woman/Gypsy Queen
Santana	Everybody's Everything
Santana	Evil Ways
Santana	Oye Como Va
Santo & Johnny	Sleep Walk
Sarah Vaughan	Broken Hearted Melody
Scott McKenzie	San Francisco (Be Sure to Wear Flowers in Your Hair)
Screamin' Jay Hawkins	I Put a Spell on You (#320)
Sergio Mendes & Brasil '66	The Fool On The Hill
Sergio Mendes & Brasil '66	Scarborough Fair
Shadows of Knight	Gloria
Shadows of Knight	Gospel Zone
Shadows of Knight	Oh Yeah!
Shadows of Knight	Someone Like Me
Shangri-Las	Leader Of The Pack (#454)
Shangri-Las	Out in the Streets
Shangri-Las	Remember (Walking In The Sand) (#404)
Shangri-Las	The Dum Dum Ditty
Shelley Fabares	Johnny Angel
Shirley & Lee	Let the Good Times Roll
Sil Austin	Slow Walk
Simon & Garfunkel	A Hazy Shade of Winter
Simon & Garfunkel	America
Simon & Garfunkel	April Come She Will
Simon & Garfunkel	At The Zoo
Simon & Garfunkel	Blessed

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Artist	Title
Simon & Garfunkel	Bridge Over Troubled Water (#48)
Simon & Garfunkel	Homeward Bound
Simon & Garfunkel	I Am A Rock
Simon & Garfunkel	Mrs. Robinson
Simon & Garfunkel	The Boxer (#106)
Simon & Garfunkel	The Sound Of Silence (#157)
Skeeter Davis	I Can't Stay Mad At You
Skeeter Davis	My Last Date with You
Skeeter Davis	The End of the World
Skyliners	Pennies From Heaven
Slim Harpo	I'm A King Bee
Sly & The Family Stone	Dance To The Music (#225)
Sly & The Family Stone	Everybody Is A Star
Sly & The Family Stone	Everyday People (#146)
Sly & The Family Stone	Family Affair (#139)
Sly & The Family Stone	Hot Fun in the Summertime (#250)
Sly & The Family Stone	I Want To Take You Higher
Sly & The Family Stone	Stand! (#244)
Sly & The Family Stone	Thank You (#410)
Smiley Lewis	Shame, Shame, Shame
Smokey Robinson & The Miracles	Baby, Baby Don't Cry
Smokey Robinson & The Miracles	Going To A Go-Go
Smokey Robinson & The Miracles	I Second That Emotion
Smokey Robinson & The Miracles	If You Can Want
Smokey Robinson & The Miracles	Ooo Baby Baby (#266)
Smokey Robinson & The Miracles	Shop Around (#500)
Smokey Robinson & The Miracles	The Tears Of A Clown
Smokey Robinson & The Miracles	The Tracks on My Tears (#50)
Solomon Burke	Cry To Me
Solomon Burke	Everybody Needs Somebody to Love (#436)
Solomon Burke	Got To Get You Off My Mind
Sonny & Cher	Baby Don't Go
Sonny & Cher	I Got You Babe (#451)
Sonny James	Young Love
Spanky & Our Gang	Lazy Day
Spanky & Our Gang	Sunday Will Never Be The Same
Spencer Davis Group	Gimme Some Lovin' (#247)
Spencer Davis Group	I'm A Man
Spiral Starecase	More Today Than Yesterday
Springfields	Silver Threads And Golden Needles
Stamperders	Sweet City Woman
Stan Kenton	Artistry Jumps

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Artist	Title
Stan Kenton	Jump For Joe
Stan Kenton v/June Christy	Shoo Fly Pie And Apple Pan Dowdy
Stan Kenton v/June Christy	Tampico
Statler Brothers	Bed Of Rose's
Statler Brothers	Flowers On The Wall
Steam	Na Na Hey Hey Kiss Him Goodbye
Stephen Stills	Love The One You're With
Steppenwolf	Born to Be Wild (#130)
Steppenwolf	God Fearing Man
Steppenwolf	Magic Carpet Ride
Steppenwolf	Rock Me
Steppenwolf	Your Wall's Too High
Steve Lawrence	Go Away Little Girl
Stevie Wonder	Fingertips, Pt. 2
Stevie Wonder	If You Really Love Me
Stevie Wonder	Signed, Sealed, Delivered I'm Yours
Stevie Wonder	Uptight (Everything's Alright)
Stevie Wonder	Yester-Me, Yester-You, Yesterday
Stone Poneys	Different Drum
Strawberry Alarm Clock	Incense and Peppermints
Supremes	Baby Love (#332)
Supremes	Back in My Arms Again
Supremes	Come See About Me
Supremes	I Hear a Symphony
Supremes	Love Is Here and Now You're Gone
Supremes	My World Is Empty Without You
Supremes	Stoned Love
Supremes	Stop! In The Name Of Love
Supremes	The Happening
Supremes	Where Did Our Love Go (#475)
Supremes	You Keep Me Hangin' On (#348)
Surfaris	Wipe Out
T. Rex	Bang A Gong (Get It On)
T. Rex	Jeepster
Taj Mahal	Keep Your Hands Off Her
Tammy Wynette	D-I-V-O-R-C-E
Tammy Wynette	Stand By Your Man
Teddy Wilson	When You're Smiling
Ten Years After	I'd Love To Change The World
The 5th Dimension	Aquarius / Let the Sunshine In
The 5th Dimension	Go Where You Wanna Go
The 5th Dimension	Stoned Soul Picnic

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Artist	Title
The 5th Dimension	Up, Up and Away
The 5th Dimension	Wedding Bell Blues
The American Breed	Bend Me Shape Me
The Association	Along Comes Mary
The Association	Cherish
The Association	Never My Love
The Association	Windy
The Band	Shoot Out In Chinatown
The Band	The Night They Drove Old Dixie Down (#249)
The Band	The Weight (#41)
The Band	Up On Cripple Creek
The Beau Brummels	Just A Little
The Beau Brummels	Laugh, Laugh
The Box Tops	Cry Like a Baby
The Box Tops	The Letter (#372)
The Buckingham	Don't You Care
The Buckingham	Kind of a Drag
The Capitols	Cool Jerk
The Caravelles	You Don't Have To Be A Baby to Cry
The Casinos	Then You Can Tell Me Goodbye
The Chiffons	He's So Fine
The Cleftones	For Sentimental Reasons
The Coasters	Searchin'
The Coasters	Young Blood (#421)
The Coasters	Zing Went the Strings of My Heart
The Contours	Do You Love Me
The Cowsills	Hair
The Cowsills	Rain, Park & Other Things
The Cowsills	We Can Fly
The Crystals	Da Doo Ron Ron (When He Walked Me Home)
The Crystals	He's A Rebel (#267)
The Crystals	He's Sure The Boy I Love
The Crystals	Then He Kissed Me
The Crystals	There's No Other (Like My Baby)
The Cyrkle	Red Rubber Ball
The Cyrkle	Turn-Down Day
The Danleers	One Summer Night
The Dells	Oh, What A Night (#263)
The Electric Prunes	I Had Too Much to Dream
The Elegants	Little Star
The Essex	A Walkin' Miracle
The Essex	Easier Said Than Done

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Artist	Title
The Five Blobs	The Blob
The Five Satins	To The Aisle
The Fleetwoods	Mr. Blue
The Fortunes	You've Got Your Troubles
The Four Lovers	You're the Apple of My Eye
The Gentrys	Keep on Dancing
The Grass Roots	Heaven Knows
The Grass Roots	Let's Live for Today
The Grass Roots	Midnight Confessions
The Happenings	See You in September
The Hi-Lo's	Of Thee I Sing
The Hollies	Bus Stop
The Hollies	Carrie Anne
The Hollies	He Ain't Heavy He's My Brother
The Hollies	King Midas in Reverse
The Hollies	On A Carousel
The Hollies	Stop, Stop, Stop
The Impressions	People Get Ready (#24)
The Jarmels	A Little Bit of Soap
The Lemon Pipers	Green Tambourine
The Lovin' Spoonful	Darling Be Home Soon
The Lovin' Spoonful	Daydream
The Lovin' Spoonful	Did You Ever Have To Make Up Your Mind
The Lovin' Spoonful	Do You Believe in Magic? (#218)
The Lovin' Spoonful	She Is Still a Mystery
The Lovin' Spoonful	Summer in the City (#401)
The Marketts	Batman Theme
The Marketts	Out Of Limits
The Marvelettes	Beechwood 4-5789
The Marvelettes	Danger Heartbreak Dead Ahead
The Marvelettes	Please Mr. Postman
The Marvelettes	The Hunter Gets Captured by the Game
The Marvelettes	When You're Young And In Love
The Mello-Kings	Tonite Tonite
The Mindbenders	A Groovy Kind of Love
The Monkees	(I'm Not Your) Steppin' Stone
The Monkees	(Theme From) The Monkees
The Monkees	Daydream Believer
The Monkees	I'm a Believer
The Monkees	Laugh
The Monkees	Pleasant Valley Sunday
The Monkees	She

**Schedule A**  
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Artist	Title
The Monkees	You Told Me
The Mystics	Hushabye
The O'Kaysions	Girl Watcher
The Outsiders	Time Won't Let Me
The Penguins	Earth Angel (#152)
The Platters	He's Mine
The Platters	I'm Sorry
The Platters	My Prayer
The Platters	Smoke Gets in Your Eyes
The Platters	The Great Pretender (#360)
The Platters	Twilight Time
The Platters	You've Got the Magic Touch
The Rascals	A Beautiful Morning
The Rascals	Good Lovin' (#333)
The Rascals	How Can I Be Sure
The Rascals	I've Been Lonely Too Long
The Rascals	People Got To Be Free
The Rascals	You Better Run
The Righteous Brothers	Soul and Inspiration
The Righteous Brothers	Unchained Melody (#374)
The Righteous Brothers	You've Lost That Lovin' Feelin' (#34)
The Robins	Smokey Joe's Cafe
The Rock-A-Teens	Woo Hoo
The Ronettes	Be My Baby (#22)
The Ronettes	Do I Love You?
The Ronettes	Walking in the Rain (#269)
The Sensations	Let Me In
The Shirelles	I Met Him on a Sunday
The Spinners	It's A Shame
The Syndicate of Sound	Little Girl
The Tams	What Kind of Fool (Do You Think I Am)
The Temptations	(I Know) I'm Losing You
The Temptations	Ball Of Confusion
The Temptations	Get Ready
The Temptations	Just My Imagination (#399)
The Temptations	My Baby
The Temptations	My Girl (#88)
The Temptations	Psychedelic Shack
The Temptations	The Way You Do The Things You Do
The Temptations	You're Not An Ordinary Girl
The Tokens	The Lion Sleeps Tonight
The Tokens	Tonight I Fell in Love

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Artist	Title
The Toys	A Lover's Concerto
The Troggs	I Want You
The Troggs	Love Is All Around
The Troggs	Wild Thing (#261)
The Troggs	With a Girl Like You
The Ventures	Diamond Head
The Ventures	Perfidia
The Ventures	Walk Don't Run
The Vogues	No, Not Much
The Who	A Legal Matter
The Who	Anyway, Anyhow, Anywhere
The Who	Baba O' Riley (#349)
The Who	Barbara Ann
The Who	Daddy Rolling Stone
The Who	Getting In Tune
The Who	Going Mobile
The Who	I Can See For Miles (#262)
The Who	I Can't Explain (#380)
The Who	My Generation (#11)
The Who	Overture
The Who	Pinball Wizard
The Who	So Sad About Us
The Who	Substitute
The Who	The Good's Gone
The Who	The Kids Are Alright
The Who	The Song Is Over
The Who	Tommy Can You Hear Me?
The Who	Won't Get Fooled Again (#134)
The Yardbirds	For Your Love
The Yardbirds	Heart Full Of Soul
The Yardbirds	Shapes of Things
Three Dog Night	An Old Fashioned Love Song
Three Dog Night	Easy to Be Hard
Three Dog Night	Eli's Coming
Three Dog Night	Joy To The World
Three Dog Night	One
Thunderclap Newman	Something In The Air
Thurston Harris	Little Bitty Pretty One
Timi Yuro	Hurt
Todd Rundgren	I Saw The Light
Tommy Boyce & Bobby Hart	Alice Long (You're Still My Favorite Girlfriend)
Tommy Boyce & Bobby Hart	I Wonder What She's Doing

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Artist	Title
Tommy Dorsey v/Frank Sinatra	Dolores
Tommy Dorsey v/Frank Sinatra	I'll Never Smile Again
Tommy Dorsey v/Jack Leonard	Marie
Tommy Edwards	It's All in the Game
Tommy James & The Shondells	Crimson & Clover
Tommy James & The Shondells	Hanky Panky
Tommy James & The Shondells	I Think We're Alone Now
Tommy James & The Shondells	Mirage
Tommy James & The Shondells	Mony Mony
Tommy Roe	Hooray for Hazel
Tommy Roe	Jam up and Jelly Tight
Tommy Roe	Sweet Pea
Tommy Sands	Teenage Crush
Tony Pastor	Hey! Mabel
Toots & The Maytals	Pressure Drop (#453)
Traffic	Empty Pages
Traffic	Forty Thousand Headmen
Traffic	Glad
Traffic	Heaven Is in Your Mind
Travis & Bob	Tell Him No
Trini Lopez	If I Had A Hammer
Tune Weavers	Happy Happy Birthday Baby
Van Morrison	Brown Eyed Girl (#110)
Van Morrison	Into the Mystic (#474)
Van Morrison	Moondance (#231)
Vaughn Monroe	Commodore Clipper
Vaughn Monroe	I Wish I Didn't Love You So
Vaughn Monroe	My Devotion
Vaughn Monroe	Someday (You'll Want Me to Want You)
Vaughn Monroe	There! I've Said It Again
Velvet Underground	Heroin (#455)
Velvet Underground	I'm Waiting For The Man (#161)
Velvet Underground	Sweet Jane (#342)
Walker Brothers	The Sun Ain't Gonna Shine Anymore
Waylon Jennings	Yours Love
Wayne Fontana & The Mindbenders	Game of Love
We Five	You Were on My Mind
Webb Pierce	I Ain't Never
Will Bradley	There I Go
Willie Dixon	29 Ways
Wilson Pickett	634-5789
Wilson Pickett	Don't Fight It



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<b>Artist</b>	<b>Title</b>
Wilson Pickett	Don't Knock My Love - Pt. 1
Wilson Pickett	Don't Let The Green Grass Fool You
Wilson Pickett	Engine Number 9
Wilson Pickett	In the Midnight Hour (#135)
Wilson Pickett	Mustang Sally (#441)
Wilson Pickett	Sugar Sugar
Woody Herman	Apple Honey
Woody Herman	Northwest Passage
Xavier Cugat	My Shawl
Yes	Long Distance Runaround
Yes	Starship Trooper
Yes	Yours Is No Disgrace
Youngbloods	Ride The Wind